

HELM

FINANCIAL CORPORATION

VIA AIR COURIER

January 14, 1998

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

RECORDATION NO. 19523 - B
FILED

JAN 16 '98

9-01AM

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of January 6, 1998 by
Helm Financial Corporation ("**Lease Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under
49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the
following document:

Two (2) fully-executed originals of the above-referenced Lease
Termination.

In connection with the recording of the Lease Termination, please note the
following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

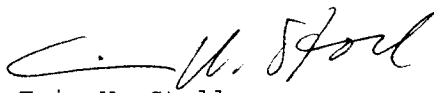
Name and Address of Lessee: Indiana Harbor Belt Railroad Company
2721 - 161st Street
Hammond, IN 46323

Equipment: Three (3), railcars as more fully described in
Schedule A to the Lease Termination attached
hereto.

Previous STB Filing: Memorandum of Locomotive Lease Agreement filed
on July 12, 1995 at 2:35 p.m. under Recordation
No. 19523. Amendment No. 1 filed August 10, 1995
at 2:30 p.m. under Recordation No. 19523-A.

Please file the Lease Termination as a supplementary document and return one (1)
endorsed original to my attention. A check covering the filing fee of twenty-
four dollars (\$24.00) is enclosed.

Sincerely,


Eric W. Stoll
Document Administrator

/es
Enclosures (2)

JAN 16 '98

9-01AM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of January 6, 1998 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Locomotive Lease Agreement dated as of June 19, 1995, as amended ("**Lease**"), with Indiana Harbor Belt Railroad Company, an Indiana corporation, with respect to the three (3) locomotives described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("**STB**") under STB Recordation No. 19523 filed on July 12, 1995 at 2:35 p.m.

The Lease was terminated on December 2, 1997. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

2

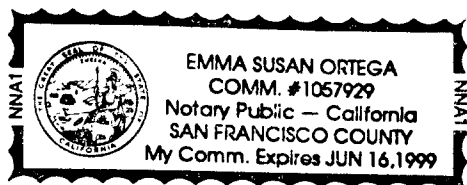
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On January 7, 1998, before me, Emma S. Ortega
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of **HELM FINANCIAL CORPORATION**,

✓ personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)
whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on
the instrument the person(s), or the entity upon behalf of which the
person(s) acted, executed the instrument.

Witness my hand and official seal.



Emma Susan Ortega
SIGNATURE OF THE NOTARY

d

SCHEDULE A

To the Termination of Lease of Railroad Equipment dated January 6, 1998
between Helm Financial Corporation and Indiana Harbor Belt Railroad Company

Description of the Units:

Three (3), SW1500 locomotives

Unit Numbers:

IHB 1501

IHB 1502

IHB 1503

